

# EXHIBIT L

BOARD MEETINGS

BD  
(LOCAL)

**Definition**

The Board shall consist of nine members. In the event of the death or resignation of one or more members, the Board shall remain defined as a nine-member Board for the purposes of determining a majority. [See BBB]

**Meeting Place and Time**

The notice for a Board meeting shall reflect the date, time, and location of the meeting.

Regular Meetings

Regular meetings of the Board shall typically be held on the fourth Tuesday of each month as posted. When determined necessary and for the convenience of Board members, the Board Chairperson may change the date, time, or location of a regular meeting with proper notice.

Special or  
Emergency  
Meetings

The Board Chairperson shall call a special meeting at the Board Chairperson's discretion or on request by two members of the Board.

The Board Chairperson shall call an emergency meeting when it is determined by the Board Chairperson or four members of the Board that an emergency or urgent public necessity, as defined by law, warrants the meeting.

**Agenda**

Preparation  
Deadline

The deadline for submitting items for inclusion on the agenda is the fifth business day before regular meetings and the fifth business day before special meetings, except in an emergency in accordance with the Texas Open Meetings Act.

Submission of  
Topics

The District President shall compile for review by the Board Chairperson all topics timely submitted by Board members, topics requested by the Board, and topics suggested by the District President.

A Board Member  
May Request a  
Subject Be Included  
on the Agenda

The Board Chairperson and the District President shall confer regarding the proposed topics, and the Board Chairperson shall determine the topics for the official meeting agenda. The Board Chairperson shall ensure that any topic the Board or two Board members have requested be addressed are either on the meeting agenda or scheduled for deliberation at an appropriate time in the near future. The Board Chairperson shall not refuse to assign a topic requested by two Board members to an agenda and, once assigned, shall not have the authority to remove the topic from the agenda without that Board member's specific authorization.

Consent Agenda

When the agenda is prepared, the Board Chairperson shall determine items, if any, that qualify to be placed on the consent agenda. A consent agenda shall include items of a routine and/or recurring nature grouped together under one action item. For each item listed as part of a consent agenda, the Board shall be furnished with background material. All such items shall be acted upon by

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one vote without separate discussion, unless a Board member requests that an item be withdrawn for individual consideration. The remaining items shall be adopted under a single motion and vote.

**Notice to Members**

Members of the Board shall be given notice of regular and special meetings at least 72 hours prior to the scheduled time of the meeting and at least one hour prior to the time of an emergency meeting.

**Closed Meeting**

Notice of all meetings shall provide for the possibility of a closed meeting during an open meeting, as provided by law. The Board may conduct a closed meeting when the agenda subject is one that may properly be discussed in closed meeting. [See BDA]

**Order of Business**

The order of business for regular Board meetings shall be as set out in the agenda accompanying the notice of the meeting. At the meeting, the order in which posted agenda items are taken may be changed by consensus of Board members present.

**Rules of Order**

The Board shall observe the parliamentary procedures as found in *Robert's Rules of Order, Newly Revised*, except as otherwise provided in Board procedural rules or by law. Procedural rules may be suspended at any Board meeting by majority vote of the members present.

Voting

Voting shall be by voice vote or show of hands, as directed by the Board Chairperson. Any member may abstain from voting, and a member's vote or failure to vote shall be recorded upon that member's request.

**Minutes**

Board action shall be carefully recorded by the Board Secretary or clerk; when approved, these minutes shall serve as the legal record of official Board actions. The written minutes of all meetings shall be approved by vote of the Board.

The official minutes of the Board shall be retained on file in the office of the District President and shall be available for examination during regular office hours.

**Discussions and Limitation**

Discussions shall be addressed to the Board Chairperson and then the entire membership. Discussion shall be directed solely to the business currently under deliberation, and the Board Chairperson shall halt discussion that does not apply to the business before the Board.

The Board Chairperson shall also halt discussion if the Board has agreed to a time limitation for discussion of an item, and that time limit has expired. Aside from these limitations, the Board Chairperson shall not interfere with debate so long as members wish to address themselves to an item under consideration.